

MONTGOMERY COUNTY CONVENTION FACILITIES AUTHORITY  
BOARD OF DIRECTORS

Regular Meeting  
December 2, 2021  
4:00 PM

AGENDA

- I. Roll Call
- II. Approval of minutes of the November 4, 2021 Regular Meeting Action
- III. Approval of minutes of the November 18, 2021 Special Regular Meeting Action
- IV. Reports and Communications
  - A. Operations Committee Report
    - i. Master Plan Presentation w/LWC/LMN Design Team Action
  - B. Executive Committee Report
    - i. Executive Director Compensation and Review Process Policy Action
  - C. Finance Committee Report
    - i. 2021 Budget Changes Action
    - ii. Investment Advisor Recommendation Action
  - D. Fiscal Officer Report, Sean Fraunfelter, Fiscal Officer Action
    - i. October 2021 Financial Report
  - E. Executive Director Report, Pam Plageman, MCCFA Executive Director
    - i. Updates on Hotel/Motel Tax Collections – November 2021
- V. Executive Session – If needed, to consider the purpose of conducting a conference with an attorney or attorneys for the Authority concerning disputes involving the Authority that are the subject of pending or imminent court action. Upon conclusion of the executive session, the Board will reconvene its meeting of the Board of Directors.
- VI. Other Business
- VII. Next Meeting Date: January 6, 2022 4:00 PM
- VIII. Adjournment Action

**MONTGOMERY COUNTY CONVENTION FACILITIES  
AUTHORITY  
BOARD OF DIRECTORS**

Regular Meeting Minutes

November 4, 4:00 P.M.

Dayton Convention Center, Board Room 205

**BOARD OF DIRECTORS**

**PRESENT:** Walter Reynolds, Chair; Jeff Gore; Paul Gruner; Belinda Kenley; LaShea Lofton; Jacquelyn Powell, Tom Whelley and Kevin Weckesser

**EXCUSED:** Mike Stevens

**GUESTS:**

Pam Plageman, Executive Director  
Russell Kline, Special Projects Manager  
Kelli Donahoe, ASM Global  
John Page, ASM Global  
Mike Burns, Baird Financial  
Shannon Martin, Bricker & Eckler  
Vicki Giambrone, CBD Advisors  
John Fabelo, LWC  
John Kaatz, CSL (joined virtually)

**I. Roll Call**

Chairman Reynolds called the meeting to order at 4:02 P.M. and Ms. Giambrone called the roll.

**II. Approval of the minutes of the October 7, 2021 Regular Meeting Minutes**

Chairman Reynolds asked the members of the Board if they had any edits to the October meeting minutes, and hearing none, he called for a motion.

**MOTION:** It was then moved by Ms. Kenley and seconded by Ms. Powell and unanimously voted "to approve the October 7, 2021 meeting minutes with the corrections noted."  
Mr. Stevens abstained.

**III. Reports & Communication**

**A. Finance Committee Report**

**i. Debt and Reserve Policies**

Mr. Fraunfelter presented the Debt Service policy for the Board to review and as information and is being considered for approval by the Financial Committee. He stated, the Finance Committee expects to bring it forward for Board consideration and potential action at the next meeting. He stated the policy outlines what kinds of debt will require debt service coverage and goes on to outline the policies surrounding those debts.

Mr. Fraunfelter then covered the Reserve policy which is based on debt income as opposed to operations and is in keeping with the Bond documents.

**B. Operations Committee Report**

**i. Market Feasibility Study**

Ms. Donahoe introduced Mr. Kaatz to the Board to review CSLs study of the DCC. Mr. Kaatz shared that during their review of the DCC they used the current physical space, technology, outdoor areas, and historical operations to inform where the building should go in the next 5 years. It was shared that the ratio of ballroom space to meeting space is very low causing issues for potential customers. Furthermore, the existing ballroom space can only accommodate 50% of market demand. Mr. Kaatz went on to share that adding 20k sq ft to the ballroom space will increase the market capture rate to 76%. It was also remarked that local hotel inventory is longer term challenge due to low availability of hotel rooms by comparison to similarly sized markets and is a larger topic that should be workshopped by the interested parties.

Mr. Kaatz then reviewed the current economic impact of the DCC. Due to its space limits, the DCCs ability to attract nonlocal events is limited and is further complicated by the existing hotel conditions in the immediate area. The study went on to report that historical direct spending has been \$10M annually and highlighted a potential future direct spending impact of \$22.5M annually. Similarly, employee earnings are expected to grow to \$13M annually from \$6m annually and employment numbers also receive a similar increased forecast of required staff to 430 FTEs from 200 FTEs.

Ms. Lofton asked if rooms in comparable markets are in close proximity to convention centers. Mr. Kaatz responded that the study contemplated on site hotel rooms and rooms within ½ mile.

Mr. Whelley asked about the impact of the hotel limitations. Mr. Kaatz responded that, having the Radisson on-site is very helpful and sufficient for the market size. He added that there are enough quality hotel rooms in the area to support the needs of the DCC. Mr. Whelley followed up asking, about the value of having the Radisson adjacent to the Convention Center and Mr. Kaatz stated it was important to keep as high a room number as possible.

Ms. Powell commented that the CVB can currently get maybe 200 from Radisson and that any reduction in that number would be troubling. Ms. Plageman asked if the new hotel on Main will help and Ms. Powell replied that it would, but price point and proximity matter more.

Ms. Donahoe commented further that the regional business component of the DCC helps because most people drive in which eases need for hotel rooms within a walkable distance of the convention center.

## **ii. DCC Renovation Project Costs**

Ms. Powell and Ms. Kenley presented on behalf of the Operations Committee. Ms. Powell reviewed some of the business previously lost or potential business the DCC lost due to current condition of facility. As an example, a 1000 total room nights event did not return due to hotel room availability and center conditions.

Ms. Kenley shared mechanical, electrical and plumbing (MEP) scope of work and that the current system is 1970's and 1980's vintage. Ms. Kenley added the need to have right equipment to provide comfort for guests and to capture as much cost savings as possible through more efficient systems. Ms. Kenley further remarked that if HVAC project is split up into multiple phases, there is a strong likelihood that costs and availability issues will increase.

Ms. Donahoe shared that the MEP project will also help increase market capture as COVID has brought air quality to forefront of safety and comfort for staff and visitors. ASM wants to improve conditions and increase civic pride including local corporate business. Investing in this facility will create an organic experience which will make the DCC a destination in downtown Dayton.

Ms. Plageman outlined a phased capital plan for all MEP work and shared with the Board that the full Master Plan will be presented Dec. 2. Ms. Plageman also shared several comparable market convention center renovations. The DCC's proposed renovation cost was smallest by comparison. Shared cost analysis: Architectural \$24.5M; MEP \$12M \$6.5 M first phase; total \$31M.

Ms. Lofton asked if PACE financing was considered for MEP and Mr. Fraunfelter replied that it was however Pace financing has a higher interest rate than what is available through Key Bank.

### **C. Fiscal Officer Report,**

#### **i. Mike Burns, Baird Financial**

Mr. Burns shared that the MCCFA received a verbal commitment from Key Bank and are willing to provide an additional \$25M in bond financing at a competitive rate. All terms for second phase are identical to phase I. \$25M for 20 years, 2.27% locked rate for 10 years; renegotiate in 11<sup>th</sup> year. Interest rate on first bond was 1.95%. Since then, the market rate has increased 30 to 45 basis-points since last offering. Mr. Burns went on to share that Key Bank has been willing and easy to work with and believes they will be a strong partner for the DCC moving forward.

Mr. Whelley asked if the debt service is covered entirely by lodging tax revenue and Mr. Burns responded it would be. He added that the current tax revenue is sufficient to cover debt service. Event revenue should not be considered as part of debt service payment.

#### **ii. September Financials**

Mr. Fraunfelter shared the September income statement and stated that \$285,000 in tax revenue was collected in Oct and only \$52k of that was past due. He stated that about 40% of total revenue continues to be paid online and the remainder, paid by checks. Mr. Fraunfelter highlighted that the current YTD tax revenue for 2021 is at the budgeted 2022 level demonstrating that the MCCFA is well ahead of the projected amounts.

Mr. Stevens asked if reserve dollars can be spent on capital expenditures. Mr. Fraunfelter answered that there are no restrictions on the money but would require Board approval.

Chairman Reynolds asked the members of the Board if they had further questions or comments, hearing none, he called for a motion.

MOTION: It was then moved by Mr. Weckesser and seconded by Mr. Stevens and unanimously voted "to approve the September 2021 Financials as presented."

#### **D. Executive Director Report, Pam Plageman, MCCFA Executive Director**

##### **i. Progress Report – DDC Improvements**

Ms. Plageman highlighted several projects that are ongoing and/or completed including: exhaust fan replaced in the kitchen, tree removal on Main St.; boom and scissor lift received; duct work cleaning; laptop chairs have been delivered to lobby and elevator cab panel upgrades are expected soon.

Ms. Plageman went on to share some of the upcoming projects including exterior sealing and recoating of the building; China, glass, and silverware replacement samples have been received and will be presented to the Board in December; quotes have been received for meeting room table and chair upgrades and the need for a new card system for entry system.

Ms. Lofton asked if the old China be auctioned or donated and Ms. Plageman stated that many items are being sold on Gov Deals and others are being donated or repurposed.

Ms. Powell asked if the meeting room tables and chairs will be selected in conjunction with design team and Ms. Donahoe replied that they will be.

##### **ii. Updates on Hotel/Motel Tax Collections**

Ms. Plageman reported the Hotel/Motel tax collection numbers for September totaled \$272,863, with a total YTD \$1.823M.

#### **V. Executive Session**

Ms. Kenley made a motion to adjourn to Executive Session for the purpose of conducting a conference with an attorney or attorneys for the Authority concerning disputes involving the Authority that are the subject of pending or imminent court action. The motion was seconded by Ms. Powell.

After a roll call vote, the Board adjourned to executive session and excused all guests except for Ms. Plageman, Mr. Kline, Mr. Fraunfelter, Ms. Giambrone and Ms. Martin for the session. Following discussion with council, a motion and roll call vote, the Board returned to open session.

#### **VI. Other Business**

#### **VII. Adjournment**

After proper motion and second, and roll call vote, the meeting adjourned at approximately 5:41 p.m.

#### **CERTIFICATE**

The undersigned Secretary of the Board of Directors of the Montgomery County Convention Facilities Authority hereby certifies that the foregoing is a true copy of the minutes of the November 4, 2021, meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on December 2, 2021.

*Belinda Kenley*

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Secretary, Board of Directors  
Montgomery County Convention Facilities  
Authority

**MONTGOMERY COUNTY CONVENTION FACILITIES  
AUTHORITY**

**BOARD OF DIRECTORS**

Special Meeting Minutes

November 18, 2021 4:00 P.M.

Dayton Convention Center, Board Room 205

**BOARD OF DIRECTORS**

**PRESENT:** Walter Reynolds, Chair; Jeff Gore, Paul Gruner, Belinda Kenley; LaShea Lofton, Jacqueline Powell; Amy Schrimpf; Mike Stevens and Tom Whelley.

**EXCUSED:** Kevin Weckesser and Michael Roediger

**GUESTS:**

Pam Plageman, Executive Director  
Russ Kline, Special Projects Manager  
Sean Fraunfelter, Fiscal Officer  
Shannon Martin, Bricker & Eckler  
Vicki Giambrone, CBD Advisors

**I. Roll Call**

Chairman Reynolds called the meeting to order at 4:00 P.M. and Ms. Giambrone called the roll.

**II. Consideration of Resolution No. 2021-15 “Approving the issuance of not to exceed \$25,000,000 special obligation revenue bonds.”**

Ms. Martin shared that the packet includes the official resolution as required for public obligations. She stated the packet also included the terms and financials as reviewed by the Bond consultant at the November 2, 2021 board meeting. Mr. Whelley asked if the documents were based on the financials dated October 28, 2021 and Ms. Martin confirmed that they were.

Chairman Reynolds asked the members of the Board if there was any further discussion regarding the Resolution No. 2021-15 and hearing none, Chairman Reynolds called for a motion and asked for a roll call vote.

**MOTION:** It was then moved by Ms. Kenley and seconded by Mr. Stevens and unanimously voted with a roll call vote “to approve Resolution No. 2021-15 “Approving the issuance of not to exceed \$25,000,000 special obligation revenue bonds.”

**III. Debt Service Policy**

Mr. Fraunfelter presented the Debt Service Policy for Board consideration and noted the policy had been approved by the Finance Committee and falls in line with the Bond documents. He went on to say the committee had made a few wording corrections, however nothing material was changed and the policy was largely the same as presented at the November 4, 2021 Board meeting.

Chairman Reynolds asked the members of the Board if there was any discussion regarding and hearing none, Chairman Reynolds called for a motion.

**MOTION:** It was then moved by Mr. Whelley and seconded by Mr. Gruner and unanimously voted "to approve the Debt Service Policy as presented."

#### **IV. Reserve Fund Policy**

Mr. Fraunfelter presented the Reserve Fund Policy for Board consideration and stated this was the policy the Finance Committee recommended. He went on to say that the policy had been approved by the Finance Committee.

Chairman Reynolds asked the members of the Board if there was any discussion regarding and hearing none, Chairman Reynolds called for a motion.

**MOTION:** It was then moved by Ms. Lofton and seconded by Ms. Powell and unanimously voted "to approve the Reserve Fund Policy as presented."

#### **V. Garland/DBS-DCC Exterior Sealant/Coating**

Ms. Plageman shared that as part of the renovation process, the exterior of the building is in need of sealant and an RFP had been obtained for the material and the coating work. She went on to say that she had been made aware of a significant increase in the cost of materials and wanted to lock in the pricing now. She stated that the organization could realize a \$30,000 savings by taking this step.

Mr. Whelley asked when the work would start. Ms. Plageman responded that the Center would take delivery of the materials now but that the work would not start until spring. She added that the design team has been involved in choosing colors and are being mindful not to work on any areas that were slated for significant renovation at a later time, so as not to duplicate work or waste resources.

Chairman Reynolds asked the members of the Board if there was any discussion regarding and hearing none, Chairman Reynolds called for a motion.

**MOTION:** It was then moved by Mr. Whelley and seconded by Mr. Stevens and unanimously voted "to approve the RFP for Garland/DBS for the Exterior Sealant/Coating to secure pricing for the materials as presented."

#### **VI. Other Business**

Mr. Reynolds reminded the Board the next meeting is December 2, 2021 at 4:00 PM at the DCC. Ms. Plageman invited the Board to come at 3:00 pm on December 2, 2021 to enjoy a little holiday celebration before the meeting.

#### **VI. Adjournment**

**MOTION:** It was motioned by Mr. Whelley and seconded by Ms. Kenley, and unanimously approved to adjourn at 4:20 PM.



**CERTIFICATE**

The undersigned Secretary of the Board of Directors of the Montgomery County Convention Facilities Authority hereby certifies that the foregoing is a true copy of the minutes of the November 18, 2021, meeting of the Board of Directors of said Convention Facilities Authority, as approved by the Board on December 2, 2021.

A handwritten signature in black ink, reading "Brinda Kenley". The signature is written in a cursive style with a horizontal line underneath it.

Secretary, Board of Directors  
Montgomery County Convention Facilities  
Authority